

OCT 05 '09

4-05 PM

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Tel 847.318.7575
Fax 847.318.7588
www.firstunionrail.com

SURFACE TRANSPORTATION BOARD



VIA UPS NEXT DAY AIR

October 1, 2009

Ms. Anne K. Quinlan
Surface Transportation Board
395 E Street S.W., Suite 100
Washington, DC 20024
Attn: Recordation of Railroad Equipment

Re: Memorandum of Partial Lease Termination

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are four (4) originals of a Memorandum of Partial Lease Termination dated April 1, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement dated March 24, 2003 and the Memoranda of Lease filed on May 8, 2003 at 2:32 p.m., June 27, 2003 at 1:04 p.m., September 13, 2006 at 4:00 p.m. and September 13, 2006 at 4:05 p.m. at the Surface Transportation Board with primary recordation number 24446. The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Tyson Foods Inc.
800 Stevensport Drive
Dakota Dunes, ID 57049

The enclosed document is for nine (9) covered hopper cars, with car marks FURX and NDYX (see Exhibit A for car numbers), which have been terminated in all respects and are no longer covered under the Lease.

A short summary of the document to appear in the index follows: Memorandum of Partial Lease Termination

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne
Senior Rail Documentation Specialist
Enclosures

(TYFO012/013/014/015)

OCT 05 '09

4-05 PM

MEMORANDUM OF PARTIAL LEASE TERMINATION SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF PARTIAL LEASE TERMINATION (the "Memorandum") dated as of April 1, 2009 is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of March 24, 2003, Rider No. 11 dated January 18, 2006, Rider No. 12 dated April 4, 2006, Rider No. 13 dated August 21, 2006 and Rider No. 14 dated November 20, 2006 (collectively, the "Lease"), between Lessor and Tyson Foods, Inc. (the "Lessee"), a Delaware corporation.

WITNESSETH:

WHEREAS, Lessor and Lessee entered into the Lease whereby Lessor has agreed to lease to Lessee certain railcars (the "Equipment") as more particularly described in on Exhibit A attached hereto; and,

WHEREAS, Lessor and Lessee entered into certain Memoranda of Lease, evidencing the above-described Lease of such Equipment, which were filed on May 8, 2003 at 2:32 p.m., June 27, 2003 at 1:04 p.m., September 13, 2006 at 4:00 p.m. and September 13, 2006 at 4:05 p.m. at the Surface Transportation Board with primary recordation number 24446;

WHEREAS, certain Equipment has been released and is no longer covered under the Lease; and,

NOW, THEREFORE, the Lessor desires to clarify the public record state as follows:

1. This Notice serves as notice that only the Equipment listed on the attached Exhibit A as evidenced by the Memorandum of Lease filed with the Surface Transportation Board, has been terminated in all respects.
2. All of the interest of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease have been terminated.
3. Lessor wishes to record this Notice of Termination of Partial Lease Termination so as to release the lien with respect to the Equipment.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written (and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

LESSOR:

FIRST UNION RAIL CORPORATION

Name: Richard F. Seymour

Title: Vice President Sales & Marketing

Signature: 

EXHIBIT A to MEMORANDUM OF PARTIAL TERMINATION OF LEASE

NUMBER OF CARS: Nine (9)

DESCRIPTION OF CARS: Covered Hopper Cars

CAR NUMBERS: FURX 823136
FURX 827601
NDYX 822766
NDYX 827656
NDYX 827852
NDYX 828273
NDYX 830130
NDYX 832355
NDYX 832649